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Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : YOUR CAPITAL CONNECTION, INC.  
Account Number : I20000000257  
Phone : (850)224-8870  
Fax Number : (850)222-1222

02 JUN 18 PM 3:55  
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TALLAHASSEE FLORIDA

**FLORIDA PROFIT CORPORATION OR P.A.**

**VENETZIA VENTURES, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
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Capital Connection, Inc.

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**ARTICLES OF INCORPORATION**  
**OF**  
**VENETZIA VENTURES, INC.**

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**ARTICLE I**  
**NAME**

The name of this corporation is Venetzia Ventures, Inc.

**ARTICLE II**  
**DURATION**

This corporation shall have perpetual existence, commencing on the date of filing of these Articles with the Secretary of State of the State of Florida.

**ARTICLE III**  
**PURPOSE**

This corporation is organized for the following purposes:

- A. To transact any and all lawful business.
- B. To do all and everything necessary and proper for the accomplishment of any of the purposes of the corporation or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, and, in general, either alone or in association with other corporations, individuals or entities, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objectives of this corporation.
- C. The foregoing paragraphs shall be construed as enumerating both objectives and purposes of this corporation and it is hereby expressly provided that the foregoing enumeration of specific purposes shall not be held to limit or restrict in any manner the purposes of this corporation otherwise permitted by law.

**ARTICLE IV**  
**POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

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**ARTICLE V****CAPITAL STOCK**

A. The corporation is authorized to issue 10,000 shares of \$1.00 par value common stock, which shall be designated as "common shares."

B. Except as otherwise provided by law or in the bylaws of the corporation, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI  
ADDRESS**

The initial street address of the principal office and mailing address of the corporation is 401 E. Robinson St., Unit 506, Orlando, FL 32801. The street address of the registered office of this corporation is 401 E. Robinson St., Unit 506, Orlando, FL 32801, and the name of the initial registered agent of this corporation is Yvonne C. Clements. The Board of Directors may from time to time move the principal registered office to any other address in Florida or change the corporation's registered agent.

**ARTICLE VII  
DIRECTORS**

The business and affairs of the corporation shall be managed by a Board of Directors consisting of not less than one person. The number of directors may be increased or diminished from time to time by the bylaws.

**ARTICLE VIII  
INITIAL DIRECTORS**

The names and addresses of the initial member of the Board of Directors is:

Yvonne C. Clements  
401 E. Robinson St.  
Unit 506  
Orlando, FL 32801

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**ARTICLE IX  
INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

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Yvonne C. Clements  
401 E. Robinson St.  
Unit 506  
Orlando, FL 32801

**ARTICLE X  
OFFICERS**

The Board of Directors may provide for the election or appointment and prescribe the duties of all officers and agents of the corporation as the Board may deem desirable and proper, and may take such action not inconsistent with the Articles of Incorporation and the bylaws of the corporation and the laws of the State of Florida as such Board may deem advisable for the conduct and operation of the business of the corporation. The following persons shall be officers of the corporation until the first meeting of the Board of Directors:

Yvonne C. Clements— President/Secretary

**ARTICLE XI  
BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors subject to the power of the shareholders to repeal, alter, or amend any bylaws adopted by the Board of Directors. The shareholders reserve the power to adopt bylaws and to prescribe in any bylaws that such bylaws shall not be altered, amended, or repealed by the Board of Directors.

**ARTICLE XII  
MEETINGS**

Meetings of shareholders and directors, including the time, place and manner of calling such meetings, shall be fixed by the bylaws of the corporation.

**ARTICLE XIII  
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. All amendments shall be either proposed by the Board of Directors or the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made. All rights of Shareholders are subject to this reservation.

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IN WITNESS WHEREOF, I have hereunto executed my hand and seal at Orlando, Florida,  
these Articles of Incorporation this 10<sup>th</sup> day of June, 2002.

  
Yvonne C. Clements  
INCORPORATOR

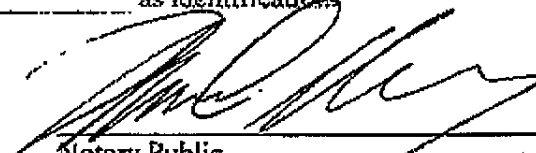
STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me this 10<sup>th</sup> day of  
June, 2002, by Yvonne C. Clements who is personally known to me or has produced  
\_\_\_\_\_ as identification.



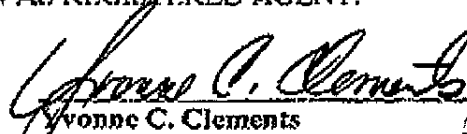
[AFFIX SEAL]

Maurice Shams  
MY COMMISSION # CC878513 EXPIRES  
October 10, 2003  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public  
Print Name: MAURICE SHAMS  
My Commission Expires: \_\_\_\_\_

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS  
FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VI  
OF THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS  
REGISTERED AGENT AND AGREE TO ACT IN SUCH CAPACITY. I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND  
COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
Yvonne C. Clements  
Registered Agent

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